

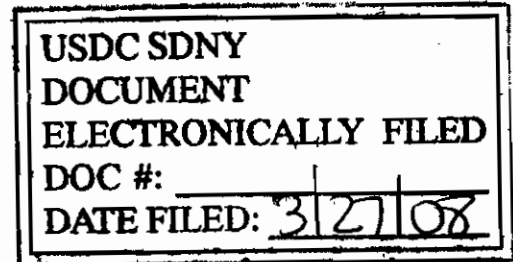
**IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

AXION POWER INTERNATIONAL, INC.,  
WILLIAM AND TRACY AHEARN, h/w,  
SALLY FONNER, and JAMES SMITH, M.D.  
Plaintiffs,

against-

MERCATUS & PARTNERS, LTD.,  
CARI MASI a/k/a CARY MASI  
BANCA MB S.p.A.,  
DWIGHT PARSCALE,  
STEPHANO CEVALO,  
PENSON FINANCIAL SERVICES, INC., AND  
BROWN BROTHERS HARRIMAN & CO.,  
Defendants.

07 CV 11493 (RWS)  
STIPULATED  
CONSENT ORDER



AND NOW, this 27 day of March, 2008, it is hereby ORDERED,

with the consent of all counsel listed below, that all proceedings in the above referenced action shall be STAYED until May 2, 2008 to allow for a possible settlement of the case. All pending response, reply and argument dates are hereby postponed pending further Order of the Court.





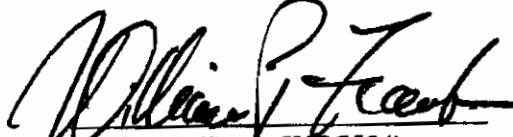

1. If the parties reach a Settlement on or before May 2, 2008, Plaintiff shall file a Dismissal under Federal Rule Of Civil Procedure 41(a)(2) with prejudice.
2. If the parties do not reach a settlement on or before May 2, 2008, the parties shall submit to the Court on or before May 6, 2008:
  - a. A revised briefing and argument schedule for the outstanding Motions To Dismiss filed by Defendants Penson Financial Services; Brown Brothers Harriman & Co.; and Parscale;
  - b. A schedule for the filing of responsive pleadings by Defendants Mercatus & Partners, Ltd.; Masi; Cevalo; Banca MB S.p.A.

Whereupon the Court will enter an Order setting the briefing and argument schedule on

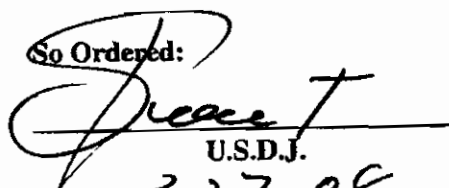
the outstanding motions and a schedule for filing of responsive pleadings by Defendants

Mercatus & Partners, Ltd.; Masi; Cevalo; Banca MB S.p.A.

APPROVED AND CONSENTED TO (this may be submitted in counterparts):

  
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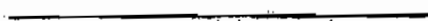
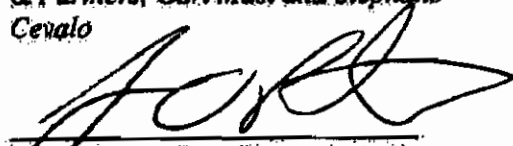
So Ordered:

  
U.S.D.J.  
3.27.08

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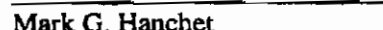

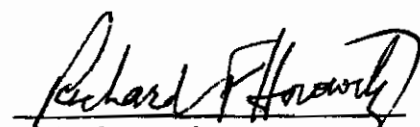


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\* The process of retaining us has not been completed. We are, however, advised that this Order is acceptable to our prospective clients. When our retention is complete, we will file an Appearance.

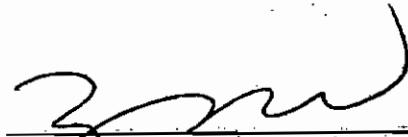
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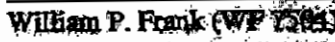
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